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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

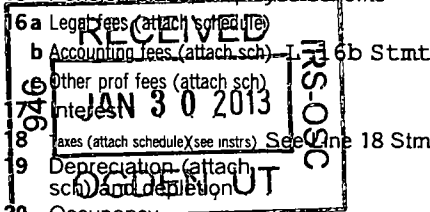
For calendar year 2011, or tax year beginning Dec 1, 2011, and ending Nov 30, 2012

Name of foundation WILD WOODS FOUNDATION		A Employer identification number 13-3929814
Number and street (or P O box number if mail is not delivered to street address) c/o MYER, GREENE & DEGGE, P.O. BOX 930	Room/suite	B Telephone number (see the instructions) (206) 463-2279
City or town PEARL RIVER	State ZIP code NY 10965	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 1,617,322.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch)	90,005.			
2	Chk <input type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	83.	83.		
4	Dividends and interest from securities	48,813.	48,813.		
5a	Gross rents				
b	Net rental income or (loss)		L-6a Stmt		
6a	Net gain/(loss) from sale of assets not on line 10	-30.			
b	Gross sales price for all assets on line 6a	23.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule) See Line 11 Stmt	5,193.	4,197.		
12	Total. Add lines 1 through 11	144,064.	53,093.		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) - L-6b Stmt	5,570.	5,570.		
c	Other prof fees (attach sch)				
d	Interest				
18	Taxes (attach schedule) (see instrs) See Line 18 Stmt	1,738.	738.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Line 23 Stmt	18,270.	16,520.		
24	Total operating and administrative expenses. Add lines 13 through 23	25,578.	22,828.		
25	Contributions, gifts, grants paid	45,600.			45,600.
26	Total expenses and disbursements. Add lines 24 and 25	71,178.	22,828.		45,600.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	72,886.			
b	Net investment income (if negative, enter -0-)		30,265.		
c	Adjusted net income (if negative, enter -0-)				

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ADMINISTRATIVE AND OPERATING EXPENSES



A

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments		57,449.	30,201.	30,201.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — U S and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule) L-10b Stmt		1,116,869.	1,212,934.	1,517,186.
	c	Investments — corporate bonds (attach schedule) L-10c Stmt		65,463.	69,438.	69,841.
	LIABILITIES	11	Investments — land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)				
12		Investments — mortgage loans				
13		Investments — other (attach schedule)				
14		Land, buildings, and equipment basis				
		Less: accumulated depreciation (attach schedule)				
15		Other assets (describe L-15 Stmt)		0.	94.	94.
16		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item 1)		1,239,781.	1,312,667.	1,617,322.
17		Accounts payable and accrued expenses				
18		Grants payable				
NET FUND ASSET BALANCES	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)				
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted		1,239,781.	1,312,667.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
27	Capital stock, trust principal, or current funds					
28	Paid-in or capital surplus, or land, building, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)		1,239,781.	1,312,667.		
31	Total liabilities and net assets/fund balances (see instructions)		1,239,781.	1,312,667.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,239,781.
2	Enter amount from Part I, line 27a	2	72,886.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,312,667.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,312,667.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE RIDER ATTACHED		P	Various	Various
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 23.		53.	-30.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-30.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	- [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	-30.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	68,353.	1,508,074.	0.045325
2009	86,253.	1,381,887.	0.062417
2008	80,908.	1,196,719.	0.067608
2007	93,169.	1,624,425.	0.057355
2006	72,234.	1,826,185.	0.039555

2 Total of line 1, column (d)	2	0.272260
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.054452
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,545,138.
5 Multiply line 4 by line 3	5	84,136.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	303.
7 Add lines 5 and 6	7	84,439.
8 Enter qualifying distributions from Part XII, line 4	8	45,600.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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Form 990-PF (2011)

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1 605.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2 0.
3 Add lines 1 and 2		3 605.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5 605.
6 Credits/Payments:		
a 2011 estimated tax prmts and 2010 overpayment credited to 2011	6a 1,568.	
b Exempt foreign organizations – tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7 1,568.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 963.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax 963. Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>	X	

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>JANET U. MCALPIN</u> Telephone no <u>(206) 463-2279</u> Located at <u>P.O. BOX 536 VASHON WA</u> ZIP + 4 <u>98070-0536</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country			X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:**(1)** Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?☐ Yes ☒ No**(2)** Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?☐ Yes ☒ No**(3)** Provide a grant to an individual for travel, study, or other similar purposes?☐ Yes ☒ No**(4)** Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)☐ Yes ☒ No**(5)** Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐**5b****c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**

If 'Yes' to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b****b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JANET U. MCALPIN 10718 S.W. 232ND VASHON WA 98070	PRESIDENT 1.00	0.	0.	0.
DAVID E. GODSEY 10718 S.W. 232ND VASHON WA 98070	DIRECTOR 1.00	0.	0.	0.
ANN R. MCALPIN P.O. BOX 609 CARBONDALE CO 81623	SECRETARY 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
0				
0				
0				
0				

Total number of other employees paid over \$50,000

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	1,499,781.
b Average of monthly cash balances	1b	68,840.
c Fair market value of all other assets (see instructions)	1c	47.
d Total (add lines 1a, b, and c)	1d	1,568,668.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,568,668.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	23,530.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,545,138.
6 Minimum investment return. Enter 5% of line 5	6	77,257.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6		1	77,257.
2a Tax on investment income for 2011 from Part VI, line 5	2a	605.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	605.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	76,652.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	76,652.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	76,652.	

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	45,600.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	45,600.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,600.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				76,652.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			41,943.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	0.			
b From 2007	0.			
c From 2008	0.			
d From 2009	0.			
e From 2010	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 45,600.				
a Applied to 2010, but not more than line 2a			41,943.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2011 distributable amount				3,657.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				72,995.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	0.			
d Excess from 2010	0.			
e Excess from 2011	0.			

BAA

Form 990-PF (2011)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ADIRONDACK COUNCIL 103 HAND AVE., SUITE 3, P.O. BOX D-2 ELIZABETHTOWN NY 12932	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	500.
ALASKA CONSERVATION FOUNDATION 441 W 5TH AVE, #402 ANCHORAGE AK 99501	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
ALTO - TOMPOTIKA 21416 86TH AVENUE SW VASHON WA 98070	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	200.
ANCIENT FOREST INTERNATIONAL P.O. BOX 1850 REDWAY CA 95560	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	3,000.
AUDUBON WASHINGTON 5902 LAKE WASHINGTON BLVD. SEATTLE WA 98118	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	100.
CONSERVATION NORTHWEST 1208 BAY STREET, #201 BELLINGHAM WA 98225	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	2,000.
CORPORATE ACCOUNTABILITY INTERNATIONAL 10 MILK STREET, SUITE 610 BOSTON MA 02108	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	1,500.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVE. SOUTH NEW YORK NY 10010	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	1,500.
ENVIRONMENTAL PROTECTION INFORMATION CENTER P.O. BOX 397 GARBERVILLE CA 95542	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	1,500.
See Line 3a statement				33,300.
Total			3a	45,600.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	83.	
4	Dividends and interest from securities			14	48,813.	
5	Net rental income or (loss) from real estate.					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			18	2,912.	
8	Gain or (loss) from sales of assets other than inventory			18	-30.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue.					
a	PAROCK LIMITED PARTNERSHIP	900099	996.	14	1,285.	
b	PARTNERSHIP NEGATIVE BASIS			18		
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		996.		53,063.	
13	Total. Add line 12, columns (b), (d), and (e)				13	54,059

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

2011

Name of the organization

WILD WOODS FOUNDATION

Employer identification number

13-3929814

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

WILD WOODS FOUNDATION

13-3929814

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOAN R. MCALPIN 5/22/90 CHARITABLE LEAD TRUST c/o DAVID M. MCALPIN, 920 BROADWAY, SUITE 904 NEW YORK NY 10010	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JANET U. MCALPIN P.O. BOX 536 VASHON WA 98070-0536	\$ 80,751.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	JANET U. MCALPIN P.O. BOX 536 VASHON WA 98070-0536	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

WILD WOODS FOUNDATION

13-3929814

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	797 SHARES AMGEN INCORPORATED, COMMON		
		\$ 70,750.	11/30/12
2	86 SHARES BAIDU INCORPORATED SPONSORED ADR		
		\$ 10,005.	12/28/11
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
PAROCK LIMITED PARTNERSHIP	2,281.	1,285.	
OTHER INVESTMENT INCOME	2,912.	2,912.	
Total	5,193.	4,197.	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FOREIGN TAX WITHHELD	738.	738.		
FEDERAL EXCISE TAX	1,000.	0.		
Total	1,738.	738.		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
DELAWARE REPRESENTATION FEE	284.	284.		
INVESTMENT MANAGEMENT FEES	16,236.	16,236.		
NONQUALIFIED CONTRIBUTION	1,750.			
Total	18,270.	16,520.		

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
VASHON FOREST STEWARDS P.O. BOX 602 VASHON WA 98070	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
KAGYU CHANGCHUB CHULING 73 NE MONROE STREET PORTLAND OR 97212	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 4,200.
KAGYU DAKSHANG CHULING 215 EAST 33RD AVENUE EUGENE OR 97405	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
MANITOGA INCORPORATED P.O. BOX 249 GARRISON NY 10524	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 5,000.
NATIVE FOREST COUNCIL P.O. BOX 2190 EUGENE OR 97402	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 4,000.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS 45 MUSEUM DRIVE, P.O. BOX 897 TUPPER LAKE NY 12986	N/A	PUBLIC CHARITY	THE WILD CENTER	Person or <input type="checkbox"/> Business <input type="checkbox"/> 2,000.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK NY 10011	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 2,000.
OCEAN CONSERVANCY 1300 19TH STREET NW, 8TH FLOOR WASHINGTON DC 20036	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 2,000.
WORLD PARKS/WORLD LAND TRUST 2806 P STREET NW WASHINGTON DC 20007	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
RAINFOREST ACTION NETWORK 221 PINE STREET, SUITE 500 SAN FRANCISCO CA 94104	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,500.
SEA SHEPHERD CONSERVATION SOCIETY P.O. BOX 2616 FRIDAY HARBOUR WA 98250	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
SOUTHEAST ALASKA CONSERVATION COUNCIL 419 6TH STREET, #200 JUNEAU AK 99801	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 100.
THE WILDERNESS SOCIETY PNW REGION P.O. BOX 96913 WASHINGTON DC 20090	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
VASHON - MAURY ISLAND LAND TRUST P.O. BOX 2031 VASHON WA 98070	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 2,000.
WORLD WILDLIFE FUND 1250 24TH STREET NW, P.O. BOX 96555 WASHINGTON DC 20077	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 750.
INTERFAITH COUNCIL ON HOMELESSNESS P.O. BOX 330 VASHON WA 98070	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
SUSTAINABLE VASHON P.O. BOX 2654 VASHON WA 98070	N/A	PUBLIC CHARITY	HOMESTEAD FARM AND WILDERNESS SCHOOL	Person or <input type="checkbox"/> Business <input type="checkbox"/> 5,000.
UMO COMPANY, INC. P.O. BOX 347 VASHON WA 98070	N/A	PUBLIC CHARITY	GENERAL OPERATIONS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 750.

Total

33,300.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MYER, GREENE & DEGGE	ACCOUNTING AND TAXES	5,570.	5,570.		
Total		<u>5,570.</u>	<u>5,570.</u>		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
SEE ATTACHED RIDER	1,212,934.	1,517,186.
Total	<u>1,212,934.</u>	<u>1,517,186.</u>

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
SEE ATTACHED RIDER	69,438.	69,841.
Total	<u>69,438.</u>	<u>69,841.</u>

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
PAROCK LIMITED PARTNERSHIP	0.	94.	94.
Total	<u>0.</u>	<u>94.</u>	<u>94.</u>

Wild Woods Foundation (WOODS-001)

Brokerage

Morgan Stanley Smith Barney, LLC

574-02751-19 / 030-112244-630

13-3929814

Commercial Obligations

Templeton Global Bond Fund, Advisor Class 3,974.54

Total for Commercial Obligations **\$3,974.54**

Domestic Qualifying Dividends

Agilent Technologies Incorporated, Common 240.00

Ares Capital Corporation, Common 3,544.71

Coca Cola Company, Common 1,200.00

Colgate Palmolive Company, 732.00

Common

ConocoPhillips, Common 1,106.16

Exxon Mobil Corporation, Common 486.72

Fedex Corporation, Common 285.12

HCC Insurance Holdings Incorporated, Common 491.40

Hewlett Packard Company, 756.00

Common

Johnson & Johnson, Common 3,776.00

Medtronic Incorporated, 502.50

Common

Meridian Bioscience Incorporated, Common 1,900.00

Microsoft Corporation, Common 1,800.00

Phillips 66, Common 41.80

Praxair Incorporated, Common 1,290.00

Roper Industries Incorporated (New), Common 110.00

Sealed Air Corporation (New), 1,040.00

Common

Target Corporation, Common 756.00

Union Pacific Corporation, 604.80

Common

UNUM Group, Common 262.26

Whole Foods Markets Incorporated, Common 784.00

Total for Domestic Qualifying Dividends **\$21,709.47**

Domestic Non-Qualifying Dividends

Kimco Realty Corporation, 908.96

Common

Morgan Stanley Active Assets Institutional 82.66

Money Trust

Wild Woods Foundation (WOODS-001)

Brokerage

Morgan Stanley Smith Barney, LLC

574-02751-19 / 030-112244-630

13-3929814

Domestic Non-Qualifying Dividends

Total for Domestic Non-Qualifying Dividends **\$991.62**

Foreign Qualifying Dividends

America Movil ADR (L), Common **361.65**

Bank of Montreal, Common **844.26**

Bank of Nova Scotia, Common **878.56**

Luxottica Group SPA Sponsored ADR **461.40**

Telefonica SA Sponsored ADR **1,843.92**

Total for Foreign Qualifying Dividends **\$4,389.79**

Foreign Non-Qualifying Dividends

Western Asset Emerging Markets Income Fund II **4,702.50**

Total for Foreign Non-Qualifying Dividends **\$4,702.50**

Domestic Mutual Fund Dividends

Pimco Commodity Real Return Strategy **9,730.75**

Fund, Class P

Powershares Dynamic Cleantech **434.34**

Portfolio

Total for Domestic Mutual Fund Dividends **\$10,165.09**

Foreign Mutual Fund Dividends

First Eagle Overseas Fund, Class I **588.03**

iShares Mid Small Cap Brazil Index Fund **443.76**

WisdomTree Trust Emerging Markets **1,931.82**

Total for Foreign Mutual Fund Dividends **\$2,963.61**

Wild Woods Foundation (WOODS-001)

Brokerage
Morgan Stanley Smith Barney, LLC
574-02751-19 / 030-112244-630

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
4,428 0440	Templeton Global Bond Fund, Advisor Class	Apr 14, 2010	13 5500	60,000 00	60,088 56
15 6440	Templeton Global Bond Fund, Advisor Class	Apr 20, 2010	13 5298	211 66	212 29
17 7680	Templeton Global Bond Fund, Advisor Class	May 20, 2010	13 2300	235 07	241.11
18 0650	Templeton Global Bond Fund, Advisor Class	Jun 17, 2010	12 9903	234 67	245 14
18 1660	Templeton Global Bond Fund, Advisor Class	Jul 19, 2010	13 0199	236 52	246 51
17 7890	Templeton Global Bond Fund, Advisor Class	Aug 20, 2010	13 3498	237 48	241 40
17 6940	Templeton Global Bond Fund, Advisor Class	Sep 20, 2010	13 5001	238 87	240 11
17 4020	Templeton Global Bond Fund, Advisor Class	Oct 19, 2010	13 7800	239 80	236 15
17 7320	Templeton Global Bond Fund, Advisor Class	Nov 17, 2010	13 5501	240 27	240 62
63 0960	Templeton Global Bond Fund, Advisor Class	Dec 17, 2010	13 3799	844 22	856 21
18 1350	Templeton Global Bond Fund, Advisor Class	Jan 20, 2011	13 5098	245 00	246 09
18 1160	Templeton Global Bond Fund, Advisor Class	Feb 17, 2011	13 5002	244 57	245 83
18 4680	Templeton Global Bond Fund, Advisor Class	Mar 17, 2011	13 3702	246 92	250 61
17 8650	Templeton Global Bond Fund, Advisor Class	Apr 19, 2011	13 8500	247 43	242 43
18 1320	Templeton Global Bond Fund, Advisor Class	May 18, 2011	13 7497	249 31	246 05
18 1150	Templeton Global Bond Fund, Advisor Class	Jun 17, 2011	13 7897	249 80	245 82
18 1520	Templeton Global Bond Fund, Advisor Class	Jul 20, 2011	13 8403	251 23	246 32
18 3870	Templeton Global Bond Fund, Advisor Class	Aug 17, 2011	13 6901	251 72	249 51
19 0060	Templeton Global Bond Fund, Advisor Class	Sep 20, 2011	13 2700	252 21	257 91
19 5320	Templeton Global Bond Fund, Advisor Class	Oct 20, 2011	12 9398	252 74	265 05
19 8100	Templeton Global Bond Fund, Advisor Class	Nov 18, 2011	12 8102	253 77	268 82
98 5560	Templeton Global Bond Fund, Advisor Class	Dec 19, 2011	12 2600	1,208 30	1,337 40
20 5960	Templeton Global Bond Fund, Advisor Class	Jan 19, 2012	12 6000	259 51	279 49
19 8620	Templeton Global Bond Fund, Advisor Class	Feb 17, 2012	13 1200	260 59	269 53
19 9420	Templeton Global Bond Fund, Advisor Class	Mar 19, 2012	13 1697	262 63	270 61
20 3550	Templeton Global Bond Fund, Advisor Class	Apr 18, 2012	12 9300	263 19	276 22
21 0290	Templeton Global Bond Fund, Advisor Class	May 17, 2012	12 5902	264 76	285 36
21 0810	Templeton Global Bond Fund, Advisor Class	Jun 19, 2012	12 5402	264 36	286 07
20 7060	Templeton Global Bond Fund, Advisor Class	Jul 16, 2012	12 8697	266 48	280 98
20 3710	Templeton Global Bond Fund, Advisor Class	Aug 15, 2012	13 1599	268 08	276 43
16 3290	Templeton Global Bond Fund, Advisor Class	Sep 17, 2012	13 3303	217 67	221 58
16 3600	Templeton Global Bond Fund, Advisor Class	Oct 15, 2012	13 4101	219 39	222 01
16 3990	Templeton Global Bond Fund, Advisor Class	Nov 15, 2012	13 3898	219 58	222 53

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
5,146 7040	TOTAL FOR THIS SECURITY		13 4917	69,437 80	69,840 77
	TOTAL BONDS			\$69,437.80	\$69,840.77
45 0000	Agilent Technologies Incorporated, Common	Jun 09, 2000	54 1860	2,438 37	1,723 05
255 0000	Agilent Technologies Incorporated, Common	Aug 21, 2001	25 2138	6,429 53	9,763 95
500 0000	Agilent Technologies Incorporated, Common	Aug 21, 2002	15 8659	7,932 97	19,145 00
800 0000	TOTAL FOR THIS SECURITY		21 0011	16,800 87	30,632 00
1,200 0000	America Movil ADR (L), Common	Feb 12, 2001	28 9150	34,698 00	28,308 00
797 0000	Amgen Incorporated, Common	Sep 25, 1986	88 7650	70,745 71	70,773 60
324 5266	Ares Capital Corporation, Common	Jan 11, 2007	86 2154	27,979 19	5,757 10
325 0000	Ares Capital Corporation, Common	Nov 07, 2007	79 1385	25,720 00	5,765 50
325 0000	Ares Capital Corporation, Common	Jun 25, 2008	46 5108	15,116 00	5,765 50
975 0000	Ares Capital Corporation, Common	Nov 14, 2008	9 7831	9,538 50	17,296 50
49 1361	Ares Capital Corporation, Common	Jun 30, 2010	13 8900	682 50	871 67
46.1848	Ares Capital Corporation, Common	Sep 30, 2010	15 1500	699 70	819 32
43 5703	Ares Capital Corporation, Common	Dec 31, 2010	16 4300	715 86	772 94
44 6071	Ares Capital Corporation, Common	Mar 31, 2011	16 3900	731 11	791 33
46 3513	Ares Capital Corporation, Common	Jun 30, 2011	16 1100	746 72	822 27
53 0195	Ares Capital Corporation, Common	Sep 30, 2011	14 3900	762 95	940 57
54 6080	Ares Capital Corporation, Common	Dec 30, 2011	14 7200	803 83	968 75
51 7657	Ares Capital Corporation, Common	Mar 30, 2012	16 3500	846 37	918 32
54 2306	Ares Capital Corporation, Common	Jun 29, 2012	15 9600	865 52	962 05
2,393 0000	TOTAL FOR THIS SECURITY		35 6073	85,208 25	42,451 82
86 0000	Baidu Incorporated Sponsored ADR	Oct 21, 2008	116 3400	10,005 24	8,282 66
300 0000	Bank of Montreal, Common	Apr 15, 2010	63 7175	19,115 25	18,009 00
400 0000	Bank of Nova Scotia, Common	Apr 16, 2010	51 3100	20,524 00	22,296 00
20 8300	Beaver Valley Two Pl Incorporated, Common	Mar 04, 1998	12 4782	259 92	248 61
20 8300	Beaver Valley Two Sigma Incorporated, Common	Mar 04, 1998	12 6380	263 25	245 91
1,200 0000	Coca Cola Company, Common	Jul 30, 1994	23 2600	27,912 00	45,504 00
300 0000	Colgate Palmolive Company, Common	Aug 20, 2001	55 6500	16,695 00	32,550 00
419 0000	ConocoPhillips, Common	Feb 07, 2000	41 6242	17,440 54	23,857 86
500 0000	EMC Corporation (MA), Common	Aug 21, 2001	16 1900	8,095 00	12,410 00
1,000 0000	EMC Corporation (MA), Common	Aug 21, 2002	7 6900	7,690 00	24,820 00
1,500 0000	TOTAL FOR THIS SECURITY		10 5233	15,785 00	37,230 00
234 0000	Exxon Mobil Corporation, Common	Mar 08, 1994	43 1875	10,105 88	20,624 76
84 0000	Fedex Corporation, Common	Jul 09, 1999	57 4100	4,822 44	7,520 52

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
392 0000	Fedex Corporation, Common	Sep 30, 1999	37 5200	14,707 84	35,095 76
52 0000	Fedex Corporation, Common	Dec 08, 1999	57 4100	2,985 32	4,655 56
528 0000	TOTAL FOR THIS SECURITY		42 6432	22,515 60	47,271 84
1,300 9540	First Eagle Overseas Fund, Class I	Mar 08, 2011	23 0600	30,000 00	29,674 76
69 0970	First Eagle Overseas Fund, Class I	Dec 14, 2011	20 5601	1,420 64	1,576 10
1,370 0510	TOTAL FOR THIS SECURITY		22 9339	31,420 64	31,250 86
100 0000	Google Incorporated, Common	Jan 23, 2006	421 8540	42,186 40	69,837 00
150 0000	HCC Insurance Holdings Incorporated, Common	Sep 07, 1999	22 4567	3,368 50	5,532 00
630 0000	HCC Insurance Holdings Incorporated, Common	Nov 11, 1999	25 7101	16,197 39	23,234 40
780 0000	TOTAL FOR THIS SECURITY		25 0845	19,565 89	28,766 40
234 0000	Hewlett Packard Company, Common	Apr 13, 1999	31 1250	7,283 25	3,039 66
200 0000	Hewlett Packard Company, Common	Jan 27, 2001	35 6100	7,122 00	2,598 00
366 0000	Hewlett Packard Company, Common	Aug 21, 2001	24 9600	9,135 36	4,754 34
700 0000	Hewlett Packard Company, Common	Aug 21, 2002	14 3700	10,059 00	9,093 00
1,500 0000	TOTAL FOR THIS SECURITY		22 3997	33,599 61	19,485 00
300 0000	iShares Mid Small Cap Brazil Index Fund	Mar 08, 2011	72 9480	21,884 40	15,474 00
870 0000	Johnson & Johnson, Common	Mar 06, 1986	63 8774	55,573 38	60,665 10
600 0000	Johnson & Johnson, Common	Sep 20, 1991	49 3146	29,588 75	41,838 00
130 0000	Johnson & Johnson, Common	Dec 24, 1992	60 0649	7,808 44	9,064 90
1,600 0000	TOTAL FOR THIS SECURITY		58 1066	92,970 57	111,568 00
1,196 0000	Kimco Realty Corporation, Common	Nov 22, 1991	14 2766	17,074 76	23,034 96
750 0000	Luxottica Group SPA Sponsored ADR	Dec 07, 2007	32 6427	24,482 03	30,772 50
300 0000	Medtronic Incorporated, Common	Sep 25, 2000	48 7500	14,625 00	12,633 00
200 0000	Medtronic Incorporated, Common	Jun 08, 2009	33 4180	6,683 60	8,422 00
500 0000	TOTAL FOR THIS SECURITY		42 6172	21,308 60	21,055 00
2,000 0000	Meridian Bioscience Incorporated, Common	Nov 17, 2004	6 6162	13,232 44	40,060 00
50 0000	Microsoft Corporation, Common	Nov 12, 1990	30 5206	1,526 03	1,330 75
2,200 0000	Microsoft Corporation, Common	Nov 18, 1990	23 7200	52,184 00	58,553 00
2,250 0000	TOTAL FOR THIS SECURITY		23 8711	53,710 03	59,883 75
20 8300	Perry One Beta Incorporated, Common	Mar 04, 1998	13 1983	274 92	257 26

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
20 8300	Perry One Delta Incorporated, Common	Mar 04, 1998	74 0600	1,542 67	1,097.81
20 8300	Perry One Gamma Incorporated, Common	Mar 04, 1998	41 1906	858 00	650 24
209 0000	Philips 66, Common	Feb 07, 2000	24 7402	5,170 70	10,945 33
7,022 4720	Pimco Commodity Real Return Strategy Fund, Class P	May 27, 2009	7 1200	50,000 00	48,525 28
88 6840	Pimco Commodity Real Return Strategy Fund, Class P	Jun 16, 2009	7 3000	647 39	612 81
114 8970	Pimco Commodity Real Return Strategy Fund, Class P	Sep 17, 2009	7 7400	889 30	793 94
88 9390	Pimco Commodity Real Return Strategy Fund, Class P	Dec 09, 2009	8 0500	715 96	614 57
176 0730	Pimco Commodity Real Return Strategy Fund, Class P	Dec 30, 2009	8 3100	1,463 17	1,216 66
184 4200	Pimco Commodity Real Return Strategy Fund, Class P	Mar 18, 2010	7 9200	1,460 61	1,274 34
207 4110	Pimco Commodity Real Return Strategy Fund, Class P	Jun 17, 2010	7 5100	1,557 66	1,433 21
226 1850	Pimco Commodity Real Return Strategy Fund, Class P	Sep 16, 2010	7 9500	1,798 17	1,562 94
172 7780	Pimco Commodity Real Return Strategy Fund, Class P	Dec 31, 2010	9 2900	1,605 11	1,193 90
225 3680	Pimco Commodity Real Return Strategy Fund, Class P	Mar 17, 2011	9 3300	2,102 68	1,557 29
452 3710	Pimco Commodity Real Return Strategy Fund, Class P	Jun 16, 2011	8 8600	4,008 01	3,125 88
448 9350	Pimco Commodity Real Return Strategy Fund, Class P	Sep 15, 2011	8 4400	3,789 01	3,102 14
223 8930	Pimco Commodity Real Return Strategy Fund, Class P	Dec 07, 2011	7 5800	1,697 11	1,547 10
1,233 8210	Pimco Commodity Real Return Strategy Fund, Class P	Dec 28, 2011	6 5300	8,056 85	8,525 70
93 5690	Pimco Commodity Real Return Strategy Fund, Class P	Mar 22, 2012	6 7100	627 85	646 56
74 2550	Pimco Commodity Real Return Strategy Fund, Class P	Jun 21, 2012	6 0500	449 24	513 10
85 1370	Pimco Commodity Real Return Strategy Fund, Class P	Sep 20, 2012	7 0100	596 81	588 30
11,119 2080	TOTAL FOR THIS SECURITY		7 3265	81,464 93	76,833 73
1,200 0000	Powershares Dynamic Cleantech Portfolio	Mar 08, 2011	26 9741	32,368 92	26,472 00
600 0000	Praxair Incorporated, Common	May 20, 2003	28 2550	16,953 00	64,326 00
200 0000	Roper Industries Incorporated (New), Common	Apr 16, 1997	35 0275	7,005 50	22,306 00
1,520 0000	Sealed Air Corporation (New), Common	Aug 31, 1994	24 1825	36,757 40	25,566 40

<i>Par Value or Shares</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Average Cost</i>	<i>Inventory Value</i>	<i>Market Value</i>
480 0000	Sealed Air Corporation (New), Common	Aug 09, 2002	24 1825	11,607 60	8,073 60
2,000 0000	TOTAL FOR THIS SECURITY				
			24 1825	48,365 00	33,640 00
300 0000	Target Corporation, Common	Jan 27, 2001	37 0500	11,115 00	18,939 00
300 0000	Target Corporation, Common	Mar 08, 2011	51 7878	15,536 34	18,939 00
600 0000	TOTAL FOR THIS SECURITY		44 4189	26,651 34	37,878 00
1,200 0000	Telefonica SA Sponsored ADR	Dec 07, 2007	33 5052	40,206 24	15,636 00
600 0000	Telefonica SA Sponsored ADR	Apr 01, 2008	28 9700	17,382 00	7,818 00
1,800 0000	TOTAL FOR THIS SECURITY		31 9935	57,588 24	23,454 00
252 0000	Union Pacific Corporation, Common	Feb 27, 1998	30 3825	7,656 40	30,940 56
558 0000	UNUM Group, Common	Feb 15, 2000	27 1875	15,170 63	11,377 62
4,750 0000	Western Asset Emerging Markets Income Fund II	Apr 15, 2010	12 8386	60,983 35	74,195 00
1,500 0000	Westport Innovations Incorporated, Common	Mar 08, 2011	17 3587	26,038 05	39,375 00
1,400 0000	Whole Foods Markets Incorporated, Common	May 23, 1991	22 9778	32,168 85	130,704 00
1,000 0000	WisdomTree Trust Emerging Markets	Apr 16, 2010	53 1600	53,160 00	53,260 00
	TOTAL STOCKS			\$1,212,930.38	\$1,517,186.07
	Cash & Cash Equivalents			70,601 28	70,601 28
	Parock Limited Partnership			93 54	93 54
	TOTAL CASH, CASH EQUIVALENTS AND OTHER			\$70,694.82	\$70,694.82
	TOTAL ACCOUNT			\$1,353,063.00	\$1,657,721.66

Additional Information For Tax Return

WILD WOODS FOUNDATION

13-3929814

Form 990-PF, p4: Line 10 Yes

JOAN R. MCALPIN 5/22/90 CHARITABLE LEAD TRUST
DAVID M. MCALPIN, TRUSTEE
920 BROADWAY, SUITE 904
NEW YORK, NY 10010

JANET U. MCALPIN
P.O. BOX 536
VASHON, WA 98070-0536

Wild Woods Foundation (WOODS-001)

Brokerage
Morgan Stanley Smith Barney, LLC
574-02751-19 / 030-112244-630
13-3929814

<i>Quantity</i>	<i>Security</i>	<i>Date Acquired</i>	<i>Date Sold</i>	<i>Sale Price</i>	<i>Cost Basis</i>	<i>Gain or (Loss)</i>
0 5000	Phillips 66, Common	Feb 07, 2000	May 07, 2012	15 02	12 37	2 65
0 4734	Ares Capital Corporation, Common	Jan 11, 2007	Aug 16, 2012	8 20	40 81	(32 61)
Total Long-Term Sales				\$23.22	\$53.18	(\$29.96)

WILD WOODS FOUNDATION
#13-3929814

Rider attached to 11/30/12 Form 990-PF

<u>Date</u>	<u>Description</u>	<u>Amount</u>
	Janet U. McAlpin P.O. Box 536 Vashon, WA 98070-0536	
12/28/11	Market value of securities	\$10,005
11/14/12	Cash	1,750
11/30/12	Market value of securities	70,750
	Joan R. McAlpin 5/22/90 Charitable Lead Trust David M. McAlpin, Trustee 920 Broadway, Suite 904 New York, NY 10010	
12/28/12	Cash	<u>7,500</u>
		\$90,005
		=====

**Form 990-PF
Part I, Line 6a****Net Gain or Loss From Sale of Assets****2011**

Name WILD WOODS FOUNDATION Employer Identification Number 13-3929814

Asset Information:

Description of Property	<u>SEE RIDER ATTACHED</u>		
Date Acquired:	<u>Various</u>	How Acquired:	<u>Purchased</u>
Date Sold	<u>Various</u>	Name of Buyer:	
Sales Price	<u>23.</u>	Cost or other basis (do not reduce by depreciation)	<u>53.</u>
Sales Expense		Valuation Method:	
Total Gain (Loss)	<u>-30.</u>	Accumulation Depreciation:	

Description of Property			
Date Acquired:		How Acquired	
Date Sold		Name of Buyer:	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method:	
Total Gain (Loss)		Accumulation Depreciation	

Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer:	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	

Description of Property			
Date Acquired		How Acquired	
Date Sold:		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation.	

Description of Property			
Date Acquired.		How Acquired	
Date Sold:		Name of Buyer	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation:	

Description of Property			
Date Acquired		How Acquired:	
Date Sold.		Name of Buyer:	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense.		Valuation Method	
Total Gain (Loss):		Accumulation Depreciation.	

Description of Property.			
Date Acquired:		How Acquired	
Date Sold:		Name of Buyer.	
Sales Price:		Cost or other basis (do not reduce by depreciation)	
Sales Expense:		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	

Description of Property			
Date Acquired		How Acquired.	
Date Sold		Name of Buyer.	
Sales Price.		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation.	